

Exhibit

“A”

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

SMARTSTREAM TECHNOLOGIES, INC.,

Plaintiff,

v.

PHILIPPE CHAMBADAL,

Defendant.

Case No. 1:17-cv-02459

Hon. Vernon S. Broderick

**AFFIDAVIT OF
PHILIPPE CHAMBADAL**

PHILIPPE CHAMBADAL, being duly sworn, deposes and says:

1. I submit this affidavit, based upon my personal knowledge, in opposition to Plaintiff's Motion for Summary Judgment, dated February 15, 2019.

2. During the course of my employment, SmartStream provided me with a MacBook computer ("MacBook"), Blackberry cell phone ("Blackberry"), and external hard drive (collectively, "SmartStream's Property") to use to perform my employment duties.

3. In addition to these devices, I also used my family's home computer, an Apple iMac (the "iMac"), and an external hard drive that I used to back up the contents of the MacBook (the "External Hard Drive").

4. With respect to the iMac, I used this device during my employment to access and send documents, including customer contracts, from my Gmail account to my SmartStream email account and to other employees at SmartStream to facilitate my required job duties. I often sent customer contracts to SmartStream's legal and contract department.

5. These customer contracts, which contain price and fee information, do not contain confidential and proprietary information that belong to SmartStream. Specifically,

every major software company, including SmartStream, registers their pricing information on the U.S. General Services Administration's website.¹ Thus, the information SmartStream deems as confidential and proprietary is readily and publicly available. Furthermore, when SmartStream signs a license with the SEC, the terms of that particular contract are publicly announced.

6. With respect to these customer contracts, at the time the Court entered the Consent Order for Injunction (the “*Consent Order*”), on August 1, 2017, I was unaware that these documents were contained on the iMac.

7. Similarly, SmartStream makes much to do about the RDU December 2016 Board Meeting presentation. This presentation does not contain confidential information but contains high level information concerning SmartStream. Specifically, the schematics contained in the RDU presentation can be located on SmartStream’s and other websites such as Twitter, and the financials can be found on “Companies House²” – the United Kingdom’s registrar of companies and is an executive agency and trading fund of Her Majesty’s Government.

8. As the forensic analysis should have shown, I never opened, nor used these documents in any manner that were located on any of the SmartStream Devices, including, the iMac and External Hard Drive. (E.g., Dep. Exs. 2, 4, 6, 8.) Indeed, I was completely unaware that there were even SmartStream files on this External Hard Drive.

9. SmartStream also misleads this Court with respect to the External Hard Drive.

¹ (<https://www.gsa.gov/buying-selling/purchasing-programs/gsa-schedules>).

² <https://www.gov.uk/government/organisations/companies-house>

While it was plugged into to the MacBook, and the MacBook’s TimeMachine was backed up onto the External Hard Drive, it was done only to extract my personal photographs.

10. Furthermore, SmartStream claims that I sent an attachment labeled “STL Corporate Q4 2016.pptx” to an outside individual not employed by or affiliated with SmartStream.

11. As discussed further below, this attachment does not contain SmartStream confidential and/or proprietary information. Specifically, this document represents a high-level company presentation, used hundreds of times with prospects, clients, potential investors and partners. Indeed, SmartStream did not require those viewing this document to execute a non-disclosure agreement, which it always did when it wanted to ensure confidentiality.

12. I also did not violate the TRO, or any other applicable Agreement or law, by sending a “SmartStream” document to AxiomSL.

13. AxiomSL (“Axiom”) is a technology company that provides enterprise solutions for Regulatory Reporting.

14. In or around June and July 2017, Axiom retained me to do consulting work with respect to their building of a managed service.

15. Building a “managed service” is a generic concept that has been around for decades and helping AxiomSL to build such a service is not competitive in any way with SmartStream.

16. In connection with my consulting work for Axiom, I sent them readily and publicly available documents that do not contain and confidential and/or proprietary

information belonging to SmartStream.

17. Specifically, the documents contain a schematic of RDU, which has been available on the web for years³. Indeed, a simple search of the RDU file structure and schematic also demonstrates that this information is not confidential, as it is otherwise easily and readily publicly available.

18. Furthermore, the solutions description and schematics contained in the documents were disseminated to prospects, clients and at public forums, such as trade shows. The RDU schematic is available on the internet, and the Fees Management and TLM reconciliation is available on SmartStream's website.⁴ The complete user guide of SmartStream's core product, TLM, is also available online.⁵

19. Second, Axiom is not a competitor to SmartStream. Axiom is a regulatory reporting solution vendor, whereas SmartStream does not offer regulatory reporting.

20. Finally, I did not violate the Court's Consent Order with respect to my Yahoo Account.

21. The "confidential slides" I sent on my Yahoo Account to this individual is a company teaser that the management team used to get indicative, third party evaluations for the company or to present a high-level view of the health of the company.

22. As stated earlier, the schematics in that document are or were on the

³ <https://www.slideshare.net/LeighHill5/mifid-ii-how-prepared-are-we>

⁴: https://www.smartstream-stp.com/Solutions/What_Do_You_Need/Fees_and_Expense_Management
https://www.smartstream-stp.com/Resources/Videos/2010-06-22_OnDemand_Reconciliations_Best_Practice

⁵ <http://www.ebit.co.rs/files/CoronaBrochure.pdf>
https://www.smartstream-stp.com/Presentations/Conference_Presentations

SmartStream's website or are otherwise available on the internet.

23. SmartStream's financials are also published every year on Companies House and are accessible to all.

24. Furthermore, overall contract values do not constitute confidential information, as the terms and conditions of these contracts are not included.

25. In order to understand the actual pricing for each deal, one would need to know the number of users, the breakdown of services vs. software, the length of the contracts, upfront license vs. recurring contract, etc. This overview gives enough information for a banker or a prospect to understand if the company is performing or not. I, along with my co-workers, used this high-level overview hundreds of times in presentations to partners, prospects, clients, investors and bankers. A similar overview was used by the SmartStream shareholder in 2011-2012 and was sent to 65 technology companies (*i.e.*, all our competition). The solutions description and schematics have also been used hundreds of times with prospects, clients and at public forums, such as trade shows.

April 10th 2019



PHILIPPE CHAMBADAL

Sworn to before me this _____
day of April, 2019.

NOTARY PUBLIC